

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

IN RE PHARMACEUTICAL INDUSTRY  
AVERAGE WHOLESALE PRICE  
LITIGATION

MDL NO. 1456  
Civil Action No. 01-12257-PBS

THIS DOCUMENT RELATES TO  
01-CV-12257-PBS AND 01-CV-339

Hon. Patti B. Saris

**DECLARATION OF CARLOS M. PELAYO CONCERNING  
REDACTIONS TO THE TRACK ONE DEFENDANTS, SUR-REPLY IN  
OPPOSITION TO CLASS CERTIFICATION**

I, Carlos M. Pelayo, declare as follows:

1. I am an associate at Davis Polk & Wardwell, attorneys for AstraZeneca Pharmaceuticals LP in the above-captioned case.
2. I submit this declaration in connection with certain redactions made to the publicly-filed version of the Track One Defendants' Sur-reply in Opposition to Class Certification. I am knowledgeable about the matters described below.
3. Pursuant to the Protective Order entered by this Court on December 13, 2002 (the "Protective Order") and in accordance with agreements reached with counsel, various party and non-party witnesses have designated certain documents, testimony, and other information produced in this litigation as either "CONFIDENTIAL" or "HIGHLY CONFIDENTIAL".
4. On January 20, 2005, the Track One Defendants moved this Court for leave to file their Sur-reply in Opposition to Class Certification under seal. On January 27, 2005, this Court issued an electronic order granting the Track One

Defendants' motion for leave to file under seal, and further ordered that "the parties shall file public redacted versions within 10 days."

5. I am supplying this Declaration in accordance with this Court's October 26, 2004 electronic Order, which provided that trade secrets "may be redacted with an affidavit to establish good cause."

6. At my direction, approximately eight sentences or partial sentences have been redacted from the Track One Defendants' Sur-reply in Opposition to Class Certification, because these sentences or partial sentences contain or rely upon information that has been designated as confidential and highly confidential within the meaning of the Protective Order.

7. The redacted material is believed to be highly proprietary in nature and may include trade secrets. The redactions, which are indicated by the legend "REDACTED," have been made on the basis of designations made by the parties and third-party witnesses in the case, in good faith and for good cause shown.

8. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

9. Executed in New York, New York, this 4th day of February, 2005.

/s/ Carlos M. Pelayo  
Carlos M. Pelayo